Schapiro Exhibit 174

From: "Davis, Wade" <Wade.Davis@viacom.com>
Date: Wed, 5 Jul 2006 22:27:45 -0400
To: "McGrath, Judy" <Judy.McGrath@mtvstaff.com>
Subject: RE: Regarding YouTube

Good luck!

Please let me know what I can do to help.

-----Original Message-----
From: McGrath, Judy
Sent: Wednesday, July 05, 2006 10:26 PM
To: Davis, Wade
Subject: Re: Regarding YouTube

Well, whatever. I'm sure you have plenty of good stuff to do. We certainly had less than zero to do with the guest list....not sure who picked the attendees for Viacom. I insisted on bringing my team. Presentation is not as focused as a real bonafide LRP would be.....too fast, no time.

Sent from my BlackBerry Wireless Handheld

-----Original Message-----
From: Davis, Wade
To: McGrath, Judy
Sent: Wed Jul 05 22:13:44 2006
Subject: RE: Regarding YouTube

I don't know. I didn't press the point. I'll ask again tomorrow.

From: McGrath, Judy
Sent: Wednesday, July 05, 2006 10:11 PM
To: Davis, Wade
Subject: RE: Regarding YouTube

What politics? You actually help us!

From: Davis, Wade
Sent: Wednesday, July 05, 2006 10:07 PM
To: McGrath, Judy
Subject: RE: Regarding YouTube

Ill get on it.

Not coming to LRP tomorrow; I think dolan was sensitive to the politics of having me there…

From: McGrath, Judy
Sent: Wednesday, July 05, 2006 9:56 PM
To: Davis, Wade
Subject: RE: Regarding YouTube

PLEASE if you would do it, that would be great.

I WANT TO OWN YOUTUBE, I think it's critical, and if it goes to a competitor.....!!!!!!!!!!!!!!!!!! Even if we have to buy it with a partner to keep it below the line. This is our MySpace, we can figure it out.

Plus....We don't do NewCo? I assume Rupert and his minions have it on their radar....? NBC with Zalaznik, and Jason as a consultant? They will go for it.

Time is the enemy!

I assumed you would be in our LRP tomorrow...??!! Can't you come?

I will send you a copy of the deck now...ignore the financials on page 14, they are changing. NO ONE UPSTAIRS has this deck yet, so please keep it to yourself.

Meeting is at 9 a.m. on 28. C'mon down.

Okay, there is no air here, I have to go home.

From: Davis, Wade
Sent: Wednesday, July 05, 2006 9:41 PM
To: McGrath, Judy
Subject: RE: Regarding YouTube

Do you want me to try to organize this or let blair do it?

From: McGrath, Judy
Sent: Wednesday, July 05, 2006 8:28 PM
To: Davis, Wade
Subject: RE: Regarding YouTube

YES

From: Davis, Wade
Sent: Wednesday, July 05, 2006 7:53 PM
To: McGrath, Judy
Subject: RE: Regarding YouTube

I talked to blair about this at length last week.

Agree that we should get a group together. Do you think that we should loop bakish in so that we have freston's buy in on the back end?

From: McGrath, Judy
Sent: Wednesday, July 05, 2006 7:02 PM
To: Davis, Wade
Subject: FW: Regarding YouTube

I agree with Blair . See below.

I think this could be our MySpace. Only bigger and better because it's video....we buy Tagworld or do a deal with Ming for social networking.

I assume you've read the Wired Magazine piece with Rupert on the cover..... "MySpace is a nuclear missle fired across the bow of MTV..." All about how we lost these deals, etc . A nice suicidal moment for me last week, checking that story out....

From: Blair Harrison [mailto:bharrison@ifilm.com]
Sent: Wednesday, July 05, 2006 6:47 PM
To: McGrath, Judy

I was in the middle of a longer email to you about YouTube after the CNet piece on it (that I am sure you have seen) …

http://news.com.com/Is+YouTube+a+flash+in+the+pan/2100-1025_3-6089886.html?tag=sas.email

Today… I think we should put a squad of four people in a room for a day, and figure out if we can make a business out of it. Assuming we can, we should go and buy it.

I do NOT think it's a flash in the pan… The only doubt about its viability is whether it can navigate the waters of monetizing its stuff vs. the illegality of that stuff and do it quickly enough to prevail. And I see no reason to believe it can't.

The differences between Napster and YouTube – one of the fairest comparisons – are that the Napster people were all idiots, YT are not; Napster was sued by all content owners (en masse), YT is partnering with them; Napster was a one-trick pony that didn't develop any new features after it had first shipped, YT releases them weekly; Napster had effectively no non-infringing uses, YT has many; etc.

To my mind, YT has a business problem to solve that is only slightly worse than Google's was… and therefore eminently solvable.

The only question is… what does it <become>… but assuming we make a video business out of it that is huge and sound and growing, the answer to that question will change often and we will be in good shape anyway.

I am going to pursue this with Adam C and Wade D after the LRP extravaganza this week.

B.

From: McGrath, Judy [mailto:Judy.McGrath@mtvstaff.com]
Sent: Wednesday, July 05, 2006 3:25 PM
To: Blair Harrison

Hey, what do you think of YouTube today....as an acquisition....I remember your earlier email fondly....